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**EMBARQ™**

Embarq  
Mailstop: KSOPKJ0401  
5454 West 110th Street  
Overland Park, KS 66211  
EMBARQ.com

November 14, 2006

**FILED<sup>2</sup>**

NOV 20 2006

**Missouri Public  
Service Commission**

Office of the Secretary  
ATTN: Data Center  
Missouri Public Service Commission  
P O. Box 360  
200 Madison Street, Suite 650  
Jefferson City, Missouri 65102

Re: The Master Interconnection, Collocation, and Resale Agreement By and Between Embarq Missouri, Inc. (formerly known as Sprint Missouri, Inc) and YMax Communications Corp. Pursuant to Sections 251 and 252 of the Telecommunications Act of 1996 (Adopted Agreement)

Dear Ms. Dale:

Pursuant to 4 CSR 240-3.513 (4), YMax Communications has requested, and Embarq Missouri, Inc. has agreed, to adopt The Master Interconnection, Collocation, and Resale Agreement previously negotiated between Sprint Missouri, Inc. (now known as Embarq Missouri, Inc.) and Granite Telecommunications, LLC. The adopted agreement was approved by the Commission on June 27, 2005, in Case No. IK-2005-0438. A subsequent amendment was submitted to the Commission on August 4, 2005, in Case No. VI-2006-0003, and should also be included in the adopted agreement. Enclosed please find a copy of the agreement signed by representatives of both parties.

If you have any questions or comments regarding this Adoption, please do not hesitate to contact me at 913-345-6193.

Very truly yours,

Linda K. Gardner

LG/cc  
Enclosure

cc: Service List

**Linda K. Gardner**  
SENIOR COUNSEL - STATE REGULATORY  
Voice: (913) 345-6193  
Fax: (913) 523-9837  
linda.gardner@embarq.com

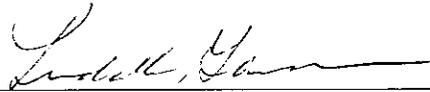
**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on this 14<sup>th</sup> day of November, 2006, a copy of the above and foregoing Application for Approval of a Master Interconnection, Collocation and Resale Agreement was served by U.S. Mail, postage prepaid and or email or facsimile to each of the following:

Office of the Public Counsel  
Missouri Public Service Commission  
200 Madison Street  
Jefferson City, Missouri 65101

Office of the General Counsel  
Missouri Public Service Commission  
200 Madison Street  
Jefferson City, Missouri 65101

Peter Russo  
YMax Communications Corp.  
223 Sunset Avenue  
Suite 223  
Palm Beach, FL 33480



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Linda K. Gardner

**INTERCONNECTION, COLLOCATION AND RESALE AGREEMENT  
FOR THE STATE OF MISSOURI**

**BETWEEN**

**YMax Communications Corp.**

**AND**

**Embarq Missouri, Inc.**

**Effective: October 25, 2006**

## INTERCONNECTION, COLLOCATION AND RESALE AGREEMENT

This Interconnection, Collocation and Resale Agreement ("Agreement") is entered into by and between **YMax Communications Corp.**, a Delaware corporation ("CLEC"), and **Embarq Missouri, Inc.** ("Embarq"), a Missouri corporation, which are collectively referred to herein as "the Parties", to establish the rates, terms and conditions for local interconnection, collocation, local resale and the purchase of unbundled network elements for the state of **Missouri**.

**NOW THEREFORE**, the Parties agree as follows:

### 1. ADOPTED AGREEMENT

- 1.1 This Agreement between the Parties shall consist of the Master Interconnection, Collocation and Resale Agreement for the state of Missouri entered into by and between Granite Telecommunications, LLC and Sprint Missouri, Inc., dated April 25, 2005, as filed with the appropriate state regulatory authority ("Adopted Agreement"), and as amended herein.
- 1.2 This Agreement is made a part of and incorporates the terms and conditions of the Adopted Agreement.
- 1.3 Except as set forth herein, the Adopted Agreement remains unchanged and in full force and effect. In the event of a conflict between the terms of the Adopted Agreement and this Agreement, this Agreement will control.
- 1.4 This Agreement shall supersede and replace in full any and all prior agreements, written and oral, between CLEC and Embarq pertaining to the subject matter hereof, applicable to the state of **Missouri**.

### 2. PARTIES

For the purposes of this Agreement, **YMax Communications Corp.** is hereby substituted in the Adopted Agreement for Granite Telecommunications, LLC. Sprint Missouri, Inc., now Embarq Missouri, Inc., shall remain as the other Party to the Adopted Agreement.

### 3. TERM

This Agreement shall become effective on **October 25, 2006** and, unless earlier terminated in accordance with its terms, shall continue in force until **April 24, 2007** which corresponds with the End Date of the Adopted Agreement.

**4. NOTICES**

Except as otherwise provided, all notices and communication hereunder will be deemed to have been duly given when made in writing and delivered in person or deposited in the U.S. mail, certified, postage paid, return receipt requested, and addressed as follows:

**To CLEC:**

YMax Communications Corp.  
223 Sunset Ave.  
Suite 223  
Palm Beach, FL 33480

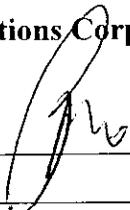
**To Embarq:**

Director, Contract Management  
KSOPKB0402-4600  
9300 Metcalf  
Overland Park, Kansas 66212

**IN WITNESS WHEREOF**, CLEC and Embarq have caused this Agreement to be executed by their respective duly authorized representatives.

CLEC:  
**YMax Communications Corp.**

Embarq:  
**Embarq Missouri, Inc.**

By:   
Name: Peter Russo  
Title: Secretary  
Date: 10/10/06

By:   
Name: William E. Check  
Title: President, Wholesale Markets  
Date: 10/15/06