

RECEIVED

JUL 15 2008

Voice | Data | Internet | Wireless | Entertainment

Records
Public Service Commission

July 9, 2008



EMBARQ™

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

Missouri Public Service Commission
Governor Office Building
200 Madison
P.O. Box 360
Jefferson City, MO 65102-0360

Re: Interconnection, Collocation, and Resale Agreement by and between Embarq Missouri, Inc. and Kentucky Data Link, Inc.
Case No. TK-2007-0490

Dear Secretary:

Embarq Missouri, Inc. d/b/a Embarq ("Embarq") submits this adoption notice for approval of an Interconnection, Collocation and Resale Agreement between Embarq and ExOp of Missouri, Inc. (d/b/a FairPoint Communications) ("ExOp") pursuant to the provisions found in 4 CSR 240-3.513(4)(A).

This agreement, to be adopted by ExOp in its entirety, is the same agreement previously approved by the Commission in Case No. TK-2007-0490, In Re: The Master Interconnection Collocation and Resale Agreement by and Between Embarq Missouri, Inc. and Kentucky Data Link, Inc., Order issued July 26, 2007; effective August 5, 2007.

If you have any questions or concerns, please contact Mark Grover at 913-345-6583.

Respectfully,

Craig T. Smith Bar No. 27793
5454 West 110th Street
Mailstop: KSOPKJ0401
Overland Park, KS 66211
Phone: 913-345-6691
Fax: 913-323-4458
Email: craig.t.smith@embarq.com

Enclosure

Craig T. Smith
SENIOR COUNSEL
Voice: (913) 345-6691
Fax: (913) 345-7885
craig.t.smith@embarq.com

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

BETWEEN

**ExOp of Missouri, Inc.
(d/b/a Unite,
but effective 02/29/2008,
d/b/a FairPoint Communications)**

AND

Embarq Missouri, Inc.

Effective: February 1, 2008

End Date: June 14, 2009

INTERCONNECTION, COLLOCATION AND RESALE AGREEMENT

This Interconnection, Collocation and Resale Agreement ("Agreement") is entered into by and between **ExOp of Missouri, Inc.** (d/b/a Unite, but effective 02/29/2008, d/b/a FairPoint Communications), a Missouri 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 Interconnection, Collocation and Resale Agreement for the state of Missouri entered into by and between Kentucky Data Link, Inc. and Embarq Missouri, Inc., dated June 15, 2007, 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, **ExOp of Missouri, Inc.** is hereby substituted in the Adopted Agreement for Kentucky Data Link, Inc., and Embarq Missouri, Inc. shall remain as the other Party to the Adopted Agreement.

3. TERM

This Agreement shall become effective on **February 1, 2008**, and, unless earlier terminated in accordance with its terms, shall continue in force until **June 14, 2009**, which corresponds with the End Date of the Adopted Agreement.

*Embarq – ExOp of Missouri, Inc.
Interconnection, Collocation And Resale Agreement-MO
Effective: February 1, 2008*

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:

FairPoint Communications, Inc.
908 West Frontview Street
P.O. Box 199
Dodge City, KS 67801-0199
Attn: Pat Morse, Senior VP – Government Affairs
Phone: 620-227-4400

With copy to:

FairPoint Communications, Inc.
521 East Morehead Street, Suite 250
Charlotte, NC 28202
Attn: Shirley Linn, Executive VP, General Counsel
Phone: 704-344-8150

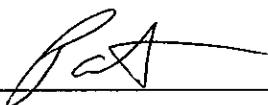
To Embarq:

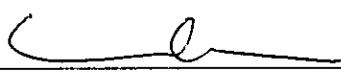
Director, Contract Management
KSOPKB0402-4600
9300 Metcalf
Overland Park, Kansas 66212

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

CLEC:
ExOp of Missouri, Inc.

Embarq:
Embarq Missouri, Inc.

By: 

By: 

Name: Pat Morse

Name: Emeric W. Kapka

Title: Senior VP – Government Affairs

Title: Director – Contract Management

Date: 1-29-08

Date: 1/31/08

*Embarq – ExOp of Missouri, Inc.
Interconnection, Collocation And Resale Agreement-MO
Effective: February 1, 2008*