

EXHIBIT A

**REPLACEMENT PROPOSAL FOR SOCKET ARTICLE V:
INTERCARRIER COMPENSATION, SECTION 9.0 – 9.6**

9.0 INTERCARRIER COMPENSATION FOR LOCAL INTERCONNECTION TRAFFIC

9.1 This section addresses Intercarrier Compensation for the exchange of Local Interconnection Traffic.

9.1.1 Calls originated by Socket's end users and terminated to CenturyTel's end users (or vice versa) will be classified as "Section 251 (b)(5) Traffic" as set forth in Article II, Section 1.80 and subject to reciprocal compensation. Calls originated by CenturyTel's end users and routed to an ISP served by Socket (or vice versa) will be classified as compensable "ISP-Bound Traffic".

9.2 For purposes of Intercarrier Compensation, Section 251(b) (5) Traffic, ISP-Bound Traffic, Foreign Exchange Traffic ("FX Traffic"), and Transit Traffic shall be further defined as MCA traffic and non-MCA traffic.

9.2.1 MCA Traffic is traffic originated by a party providing a local calling scope pursuant to the Case No. TO-92-306 and Case No. TO-99-483 (MCA Orders) and routed as a local traffic based on the calling scope of the originating party pursuant to the MCA Orders. MCA Traffic may include Section 251(b) (5) Traffic, ISP-Bound Traffic, Foreign Exchange Traffic, and Transit Traffic.

9.3 Non-MCA Traffic is all Section 251(b) (5) Traffic, ISP-Bound Traffic, Foreign Exchange ("FX") Traffic, and Transit Traffic that is not defined as MCA Traffic.

9.4 Compensation for MCA and Non-MCA Traffic including Section 251(b) (5) Traffic, ISP-Bound Traffic, and Foreign Exchange Traffic.

9.4.1 All MCA and non-MCA Section 251(b)(5) Traffic, ISP-Bound Traffic, and FX Traffic shall be exchanged on a bill and keep basis. Consistent with the Commission's decision in Case No. TO-92-306 and Case No. TO-99-483, the parties agree to use the Local Exchange Routing Guide (LERG) to provision the appropriate MCA NXXs in their networks. The LERG should be updated in accordance with industry standards for opening a new code to allow the other party the ability to make the necessary network modifications. If the Commission orders the parties to use an alternative other than the LERG, the parties will comply with the Commission's final order.

9.4.2 Either Party may initiate a traffic study no more frequently than once a year. Such traffic study shall examine all Traffic that is subject to bill and keep pursuant to Section 9.4.1. Should such traffic study indicate, in the aggregate, that either Party is terminating more than sixty percent (60%) of the Parties' total terminated minutes for Traffic subject to bill and keep pursuant to Section 9.4.1, either Party may notify the other that mutual compensation will commence pursuant to the rates set forth in Article VII, Appendix UNE Pricing of this Agreement and following such notice it shall begin and continue for the duration of the Term of this Agreement unless otherwise agreed.

9.4.3 If mutual compensation replaces bill and keep as the method of compensation, CenturyTel must exchange ISP-Bound Traffic at the same rates (the rates set forth in Appendix A) that it exchanges Section 251(b)(5) Traffic with Socket. The Parties agree that as of the Effective Date of this Agreement, CenturyTel had not elected, pursuant to *FCC ISP*

Compensation Order ¶ 89, to offer to exchange Section 251(b)(5) Traffic and ISP-Bound Traffic in Missouri at the same rates. As long as CenturyTel maintains its choice not to elect to operate under the rate caps established in the *FCC ISP Compensation Order* in Missouri, mutual compensation for Section 251(b)(5) and ISP-Bound Traffic will be at the Commission-approved rates in Article VII, Appendix UNE Pricing.

9.4.4 The Parties may mutually agree to another compensation arrangement. In the event the Parties do mutually agree to another Intercarrier Compensation arrangement, the Parties will make the necessary amendment to the Interconnection Agreement to include that arrangement in the Agreement.

9.5 Intentionally Left Blank.

9.6 Compensation for Termination of Non-PIC'd IntraLATA Interexchange Toll Traffic.

9.6.1 IntraLATA Interexchange Traffic that is carried on jointly provided LEC-to-LEC network is considered as IntraLATA Toll Traffic and is subject to tariffed access charges. Billing arrangements are outlined in Section 12 and 13 of this Article.

9.6.2 Compensation for the termination of this traffic will be at terminating access rates for Message Telephone Service (MTS) and originating access rates for 800 Service, including Carrier Common Line (CCL) charge, as set forth in each Party's intrastate access tariff(s).

9.6.3 For interstate IntraLATA service compensation for terminating of Intercompany traffic will be at terminating access rates for Message Telephone Service (MTS) and originating access rates for 800 Service, including the Carrier Common Line (CCL) charge, as set forth in each Party's interstate access service tariffs or price sheet.